


So Ordered.




Whitman L. Holt
Bankruptcy Judge

Dated: April 15th, 2021

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF WASHINGTON

In re

EASTERDAY RANCHES, INC., *et al.*
Debtors.¹

Chapter 11

Lead Case No. 21-00141-WLH11
Jointly Administered

**ORDER AUTHORIZING INTERIM
FEE APPLICATION AND EXPENSE
REIMBURSEMENT PROCEDURES**

Upon the *Debtors' Motion for an Order Establishing Interim Fee Application and Expense Reimbursement Procedures* [Docket No. 453] (the "Motion") filed by the above-captioned debtors and debtors in possession (collectively, the "Debtors"); and it appearing that this court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. § 157(b); and adequate notice of the Motion having been given and the court having granted relief to provide limited notice with respect to the abandonment request for relief; and the court, having reviewed the Motion, the objection filed by

¹ The Debtors along with their case numbers are as follows: Easterday Ranches, Inc. (21-00141) and Easterday Farms, a Washington general partnership (21-00176).

ORDER AUTHORIZING INTERIM FEE
APPLICATION AND EXPENSE
REIMBURSEMENT PROCEDURES – Page 1

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1 Washington Trust Bank [Docket No. 530] (the “Objection”), the replies filed by the
2 Debtors [Docket No. 543] and the Official Committee of Unsecured Creditors of
3 Easterday Farms [Docket No. 546] (collectively, the “Replies”), the joinder to the
4 Replies of the Official Committee of Unsecured Creditors of Easterday Ranches
5 [Docket No. 550], and the sur-reply of Washington Trust Bank [Docket No. 569], and
6 having heard the arguments of counsel at the April 14, 2021 hearing; and it appearing
7 that the relief requested is in the best interests of the Debtors’ estates and creditors;
8 and after due deliberation and sufficient cause appearing therefor;

9 **IT IS HEREBY ORDERED THAT:**

- 10 1. The Motion is granted as set forth herein.
- 11 2. The Objection, filed by Washington Trust Bank, is overruled.
- 12 3. The professionals retained pursuant to an Order of the Court in these
13 cases (collectively, “Professionals”) may seek monthly payment of compensation and
14 reimbursement of expenses in accordance with the following procedures:

- 15 a. Each Professional seeking the payment of interim compensation
16 concerning the previous calendar month(s) shall file with the court
17 and serve by electronic mail delivery, an application for interim
18 compensation and reimbursement of expenses (the “Monthly Fee
19 Application”) on (i) the Debtors, c/o Paladin Management Group,
20 LLC, 633 West Fifth Street, 28th Floor, Los Angeles, CA 900071,
21 Attn: T. Scott Avila (savila@paladinmgmt.com) and Peter Richter
22 (prichter@paladinmgmt.com); (ii) attorneys for the Debtors, (a)
23 Pachulski Stang Ziehl & Jones LLP, 10100 Santa Monica Blvd.,
24 13th Floor, Los Angeles, CA 90067, Attn: Jeff Dulberg
25 (jdulberg@pszjlaw.com) and Jason Rosell (jrosell@pszjlaw.com)
26 and (b) Bush Kornfeld LLP, 601 Union Street, Suite 5000, Seattle,
27 WA 98101, Attn: Thomas Buford (tbuford@bskd.com) and
28 Richard Keeton (rkeeton@bskd.com); (iii) attorneys for the
Official Committee of Unsecured Creditors of Ranches (the
“Ranches Committee”), Dentons US LLP, 1900 K Street NW,
Washington DC 20006, Attn: Sam J. Alberts

ORDER AUTHORIZING INTERIM FEE
APPLICATION AND EXPENSE
REIMBURSEMENT PROCEDURES – Page 2

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(sam.alberts@dentons.com) and Sarah Schrag (sarah.schrag@dentons.com); (iv) attorneys for the Official Committee of Unsecured Creditors of Farms (the “Farms Committee”), Buchalter, (a) 1000 Wilshire Blvd., Suite 1500, Los Angeles, CA 90017-1730, Attn: Julian Gurule (jgurule@buchalter.com) and (b) 14250 5th Avenue, Suite 3100, Seattle, WA 98101, Attn: Joseph Welch (jwelch@buchalter.com); (v) the Office of the United States Trustee (the “U.S. Trustee”), United States Department of Justice, 920 West Riverside Avenue, Room 593, Spokane, WA 99201, Attn: Gary W. Dyer (Gary.W.Dyer@usdoj.gov) (collectively, the “Notice Parties”).

- b. The first Monthly Fee Application (the “Initial Monthly Fee Application”), shall cover fees and expenses incurred from the Petition Dates through March 31, 2021 (the “Initial Period”).
- c. To the extent filed, each Monthly Fee Application shall relate to services rendered and expenses incurred during the prior month, except for the Initial Monthly Fee Application that will cover the Initial Period. Each Monthly Fee Application shall seek payment of interim compensation in an amount equal to 80% of the fees sought and 100% of the expenses incurred during the prior month, or the Initial Period, as the case may be; and shall indicate the amount requested, the total time expended, the names of the individuals who performed the services, and the hourly billing rate for each such individual. Each Monthly Fee Application shall be accompanied by a detailed listing of the time expended by the individuals who performed the services and the costs incurred during the pertinent month or Initial Period, as applicable.
- d. Each Professional electing to file a Monthly Fee Application shall: (1) serve a copy of said Monthly Fee Application on the Notice Parties and (2) serve a notice of said Monthly Fee Application (the “Notice”) on any party who has requested special notice as of the date of the Notice.
- e. Any objection to the payment of fees or reimbursement of expenses in a Monthly Fee Application must be filed with the court and served on the Professional whose Monthly Fee Application is

1 the subject of the objection, and the Notice Parties within fourteen
2 (14) calendar days of the date the Notice was mailed (the
3 “Objection Period”). If no objection is timely filed and served
4 within the Objection Period, the Monthly Fee Application shall be
5 deemed approved on an interim basis, and the Debtors shall be
6 authorized to pay 80% of the fees and 100% of the expenses
7 requested in the Monthly Fee Application without the court
8 holding a hearing or entering any further order thereon. If an
9 objection is timely filed and served, then the Debtors shall be
10 authorized to pay 80% of the fees and 100% of the expenses
11 requested in the Monthly Fee Application that are undisputed.
12 Any disputed amounts shall be considered by the court at the next
13 hearing to be held pursuant to paragraph f. below or at such other
14 time as may be noticed by the Professional whose Monthly Fee
15 Application is the subject of a timely filed written objection.

16 f. Notwithstanding the filing of the Monthly Fee Applications and
17 payment thereof, within thirty days after the end of each three-
18 month period, commencing with the period that ends May 31,
19 2021, each Professional who has elected to file a Monthly Fee
20 Application or is seeking interim compensation shall file with the
21 Court and serve on the Notice Parties an interim fee application
22 with a summary of the activities of the Professional (the “Interim
23 Application”), in accordance with section 331 of the Bankruptcy
24 Code, Bankruptcy Rules 2016 and 2002(a)(6) and the Local
25 Bankruptcy Rules. The Interim Applications may seek approval of
26 up to 100% (including the 20% of fees held back from Monthly
27 Fee Applications) of the requested interim compensation and
28 reimbursement of expenses, including any compensation and
reimbursement covered by the Monthly Fee Applications, during
the prior three-month period. All subsequent quarterly fee
applications and hearings shall be held in accordance with the
Local Bankruptcy Rules and the Federal Rules of Bankruptcy
Procedure.

g. The failure of any party to raise an objection to a Monthly Fee
Application shall not be deemed a waiver of such objection for
purposes of the Interim Application. The failure of any party to

1 raise an objection to a Monthly Fee Application or Interim
2 Application shall not be deemed a waiver of such objection for
3 purposes of final applications for allowance of fees and
4 reimbursement of expenses pursuant to section 330 of the
5 Bankruptcy Code. Nothing in this Order or in the interim
6 procedures set forth herein shall relieve any Professional from the
7 obligation to file final fee applications.

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///END OF ORDER///

PRESENTED BY:

/s/ Thomas A. Buford, III

THOMAS A. BUFORD, III (WSBA 52969)
BUSH KORNFELD LLP

RICHARD M. PACHULSKI (admitted *pro hac vice*)

JEFFREY W. DULBERG (admitted *pro hac vice*)

JASON H. ROSELL (admitted *pro hac vice*)

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Attorneys for Debtors and Debtors in Possession

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